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Form **990-PF****Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- ▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning 7/1/2013, and ending 6/30/2014

Name of foundation

FRIENDSHIP FUND INC

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

13-6089220

C/O GMA FOUNDATIONS, 77 SUMMER ST, 8TH FLOOR

City or town

State

ZIP code

Boston

MA

02110

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number

B Telephone number (see instructions)

(617) 722-7988

C If exemption application is pending, check here ☐G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity☐ Final return☐ Amended return☒ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$

4,532,318

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	74,225	74,554		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	244,746			
	b	Gross sales price for all assets on line 6a 1,829,764				
	7	Capital gain net income (from Part IV, line 2)		244,746		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less. Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	Total. Add lines 1 through 11	318,971	319,300	0	
	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	2,182			2,182
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	31,276	18,766		12,510
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	10,182	2,277		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	17,184	70		17,114
	24	Total operating and administrative expenses. Add lines 13 through 23	60,824	21,113	0	31,806
	25	Contributions, gifts, grants paid	208,417			208,417
	26	Total expenses and disbursements. Add lines 24 and 25	269,241	21,113	0	240,223
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	49,730			
	b	Net investment income (if negative, enter -0-)		298,187		
	c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

HTA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	3,088	29,892	29,892
	2	Savings and temporary cash investments	84,477	137,607	137,607
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	3,595,278	3,565,625	4,364,819	
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,682,843	3,733,124	4,532,318	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	3,682,843	3,733,124	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	3,682,843	3,733,124		
31	Total liabilities and net assets/fund balances (see instructions)	3,682,843	3,733,124		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,682,843
2	Enter amount from Part I, line 27a	2	49,730
3	Other increases not included in line 2 (itemize) ▶ GAIN ON PY SALES SETTLED IN CY	3	726
4	Add lines 1, 2, and 3	4	3,733,299
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	175
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,733,124

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			0
b			0
c			0
d			0
e			0

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	244,746
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	271,668	3,903,297	0.069600
2011	267,273	3,813,683	0.070083
2010	255,964	4,142,636	0.061788
2009	258,172	3,823,678	0.067519
2008	276,893	3,747,755	0.073882

2	Total of line 1, column (d)	2	0.342872
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.068574
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,239,468
5	Multiply line 4 by line 3	5	290,717
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,982
7	Add lines 5 and 6	7	293,699
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	240,223

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	5,964	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0	
3	Add lines 1 and 2	3	5,964	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	5,964	
6	Credits/Payments.			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,633	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	4,633	
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,331	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers. \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ BNY MELLON, N.A. Telephone no. ▶ (617) 722-7988 Located at ▶ P.O. BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? ☐	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		☐ Yes	☒ No	
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		☐ Yes	☒ No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		☐ Yes	☒ No	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)		☐ Yes	☒ No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		☐ Yes	☒ No	
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?				
Organizations relying on a current notice regarding disaster assistance check here		☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?		N/A	☐ Yes	☐ No
If "Yes," attach the statement required by Regulations section 53.4945–5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		☐ Yes	☒ No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		☐ Yes	☒ No	
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?				

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ▶ **NONE**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3		NONE

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,154,627
b	Average of monthly cash balances	1b	149,401
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,304,028
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,304,028
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	64,560
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,239,468
6	Minimum investment return. Enter 5% of line 5	6	211,973

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	211,973
2a	Tax on investment income for 2013 from Part VI, line 5	2a	5,964
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,964
3	Distributable amount before adjustments Subtract line 2c from line 1	3	206,009
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	206,009
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	206,009

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	240,223
b	Program-related investments—total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	240,223
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	240,223

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				206,009
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008	91,069			
b From 2009	67,292			
c From 2010	51,706			
d From 2011	62,373			
e From 2012	85,169			
f Total of lines 3a through e	357,609			
4 Qualifying distributions for 2013 from Part XII, line 4: \$ 240,223				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				206,009
e Remaining amount distributed out of corpus	34,214			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	391,823			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	91,069			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	300,754			
10 Analysis of line 9:				
a Excess from 2009	67,292			
b Excess from 2010	51,706			
c Excess from 2011	62,373			
d Excess from 2012	85,169			
e Excess from 2013	34,214			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**N/A**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

SEE ATTACHED

- b** The form in which applications should be submitted and information and materials they should include:

SEE ATTACHED

- c** Any submission deadlines:

SEE ATTACHED

- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

SEE ATTACHED

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	208,417
b <i>Approved for future payment</i> See Attached Statement				
Total			▶ 3b	20,250

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	74,225	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	244,746	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue. a					
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		318,971	0
13	Total. Add line 12, columns (b), (d), and (e)				13	318,971

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true and correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: [Signature] Date: 11/14/14 Title: President

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date		Check ☒ if self-employed		PTIN		
	Shawn P Hanlon				11/6/2014				P00965923		
	Firm's name ▶ PRICEWATERHOUSECOOPERS LLP						Firm's EIN ▶ 13-4008324				
	Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219						Phone no (412) 355-6000				

PART XV, LINE 2

The name, address and telephone number of the person to whom applications should be addressed:

KATY FYRBERG, GMA FOUNDATIONS, 77 SUMMER STREET 8TH FLOOR, BOSTON MA 02110, (617)426-7080

The form in which applications should be submitted and information and materials they should include:

THERE IS NOT A SET FORM OF APPLICATION. HOWEVER, THE APPLICATION SHOULD CONTAIN A CONCISE STATEMENT OF THE PURPOSE FOR WHICH THE GRANT IS SOUGHT.

Any submission deadlines:

THE DEADLINE IS APRIL 1ST FOR CONSIDERATION AT THE ANNUAL MEETING HELD THE FIRST WEEK OF AUGUST.

Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

ALL GRATNS MUST BE MADE TO ORGANIZATIONS REGISTERED AS TAX-EXEMPT UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE.

The Friendship Fund									
Trustee List as of June 30, 2014									
Name & Address	Title & Avg hours per week	Compensation	Contributions to benefit plan	Expense Account					
Mrs. Diana H. Crane c/o GMA Foundations, Inc. 77 Summer Street, 8th Floor Boston, MA 02110	President/Trustee 50 hours/week	0	0	0					
Mrs. Ellen D. B. F. Tully c/o GMA Foundations, Inc. 77 Summer Street, 8th Floor Boston, MA 02110	Vice President/Trustee 50 hours/week	0	0	0					
Mrs. Andrea Erda c/o GMA Foundations, Inc. 77 Summer Street, 8th Floor Boston, MA 02110	Treasurer/Trustee 50 hours/week	0	0	0					
Ms. Kat Bradley Bennet c/o GMA Foundations, Inc. 77 Summer Street, 8th Floor Boston, MA 02110	Secretary/Trustee .50 hours/week	0	0	0					
Mr. Charles Bradley, Jr. c/o GMA Foundations, Inc. 77 Summer Street, 8th Floor Boston, MA 02110	Trustee .50 hours/week	0	0	0					
Ms. Lynn Bradley Leopold c/o GMA Foundations, Inc. 77 Summer Street, 8th Floor Boston, MA 02110	Trustee 50 hours/week	0	0	0					
Ms. Bronwen Bradley Ballou c/o GMA Foundations, Inc. 77 Summer Street, 8th Floor Boston, MA 02110	Trustee .50 hours/week	0	0	0					
Charles M. Crane, M.D. c/o GMA Foundations, Inc. 77 Summer Street, 8th Floor Boston, MA 02110	Trustee .50 hours/week	0	0	0					
Mr. Thomas S. Crane c/o GMA Foundations, Inc. 77 Summer Street, 8th Floor Boston, MA 02110	Trustee .50 hours/week	0	0	0					
Ms. Frances Crane Manson c/o GMA Foundations, Inc. 77 Summer Street, 8th Floor Boston, MA 02110	Trustee 50 hours/week	0	0	0					

FRIENDSHIP FUND INC

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SEE ATTACHED

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution	Amount		208,417

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution	Amount		

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution	Amount		

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution	Amount		

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution	Amount		

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution	Amount		

Form 990-PF (2013)

Part XV **Supplementary Information****3** **Grants and Contributions Paid During the Year**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid During the year				
Dunwoody Nature Center, Inc. P. O. Box 88070 Dunwoody, GA 30356		PC	in general operating support	\$ 1,900.00
Northwest CT Assn. for the Arts, Inc. 68 Main Street Torrington, CT 06790		PC	for Dress the Set Initiative	\$ 1,575.00
Northwest CT Assn. for the Arts, Inc. 68 Main Street Torrington, CT 06791		PC	to support daytime performances for youth	\$ 1,575.00
Oliver Wolcott Library, Inc. 160 South Street, P. O. Box 187 Litchfield, CT 06759		PC	E-audio and E-books	\$ 1,400.00
Oliver Wolcott Library, Inc. 160 South Street, P.O. Box 187 Litchfield, CT 06759		PC	Owl 3 0 Promotional Mailing	\$ 1,000.00
Oliver Wolcott Library, Inc. 160 South Street, P.O. Box 187 Litchfield, CT 06759		PC	DVD collection	\$ 800.00
Oliver Wolcott Library, Inc. 160 South Street, P.O. Box 187 Litchfield, CT 06759		PC	North Side Driveway stones repair	\$ 875.00
Oliver Wolcott Library, Inc. 160 South Street, P O Box 187 Litchfield, CT 06759		PC	state books for the children's collection	\$ 1,090.00
River Haven Homeless Shelter, P O Box 641 Portage, WI 53901		PC	in general operating support	\$ 2,600.00
American Indian College Fund, 8333 Greenwood Boulevard Denver, CO 80221		PC	in general operating support	\$ 2,600.00
The Church of the Messiah, 13 Church Street Woods Hole, MA 02543		PC	to replace furnace & oil tank in First Church building	\$ 3,700.00
Wildlands Restoration Volunteers, 3012 Sterling Circle, Suite 201 Boulder, CO 80301		PC	For volunteers in conservation work	\$ 1,400.00
Frasier Meadows Manor, Inc., 350 Ponca Place Boulder, CO 80303		PC	for Geneva Percival Fund for Music	\$ 2,000.00
Healing Hooves, Inc., 2335 Briarleigh Way Atlanta, GA 30338		PC	for care of abandoned miniature horses	\$ 1,000.00

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
Community Music School of the Piedmont, P.O. Box 442 9110 John Mosby Hwy.		PC	General Operating Support	\$ 2,000.00
Land Trust Alliance, Inc., 1660 L Street, N.W., Suite 1100 Washington, DC 20036		PC	General Support	\$ 2,500.00
Oliver Wolcott Library, Inc. 160 South Street, P.O. Box 187 Litchfield, CT 06759		PC	travel books	\$ 435.00
VNS Health Services, Inc. f/b/o Washington County Coalition for Childen 14 Woodruff Avenue, Suite #7 Narragansett, RI 02882		PC	in general operating support	\$ 1,500.00
The Jonnycake Center, Inc. 1231 Kingstown Road Peace Dale, RI 02879		PC	in general operating support	\$ 4,000.00
Society for Develop. of Arts & Humanities of Arts & Humanity f/b/o Fire House Center for the Arts One Market Square Newburyport, MA		PC	in general operating support	\$ 1,000.00
Domestic Violence Resource Center of South County, Inc. 61 Main Street Wakefield, RI 02879		PC	to support the Court Advocacy Program for victims of domestic abuse	\$ 6,500.00
Day One 100 Medway Street Providence, RI 02903		PC	to support edu. progs. in South County and Block Island schools	\$ 5,000 00
Clean Air Carolina PO Box 5311 Charlotte, NC 28299		PC	in support of ozone gardens at schools/greenways in	\$ 1,000.00
CANE Child Development Center, 281 Post Road, Wakefield, RI, 02879		PC	to purchase either indoor or outdoor equipment for children	\$ 1,250.00
Population Media Center Inc., P.O. Box 547 Shelburne, Vermont 05482-0547		PC	in support of education- entertainment strategies to	\$ 1,000.00
Windy Hill Foundation, P.O. Box 1593 Middleburg, VA 20118		PC	Windy Hill - The Plains Project	\$ 10,000.00
Fairfield County Chorale, Inc., 61 Unquowa Road Fairfield, CT 06824		PC	General Support	\$ 2,000 00
Norwalk 2.0 Inc. 28 Morgan Ave. Norwalk, CT 06851		PC	General Support	\$ 1,000 00
Seabury Academy of Music & the Arts, Inc., & the Arts, Inc. 60 East Avenue Norwalk, CT 06851		PC	for Scholarships & support of Concert Series	\$ 6,000 00
James River Association 4833 Old Main St. Richmond, VA 23231		PC	General Support	\$ 1,000.00

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
Virginia Commonwealth University, Rice Center for Environmental Life Scienc Richmond, VA P. O. Box 842030		PC	for Inger and Walter Rice Center for	\$ 1,000.00
African Wildlife Foundation, 1400 16th Street, N W Suite 120 Washington, DC 20036-2249		PC	in support of African Heartlands project	\$ 1,000.00
Chore Service, Inc., 322 Main Street, 2nd floor, PO Box 522 Lakeville CT 06039		PC	in support of the Client Fund	\$ 3,500.00
The Andréa Rizzo Foundation, 10 East Beach Road Charlestown, RI 02813		PC	in support of dance therapy at Hasbro Ch. Hosp. and local schools	\$ 1,250.00
Colorado Springs Philharmonic Orchestra, Orchestra PO Box 1266 Colorado Springs, CO 80901-1266		PC	in general support	\$ 5,800.00
University of Wisconsin Foundation, 1848 University Avenue Madison, WI 53726-4090		PC	in support of Wisconsin Hoofers Outing Club - Programs for the Differently Abled	\$ 1,000.00
International Crane Foundation P.O. Box 447 Baraboo, WI 53913		PC	in support of the Whooper Keepers program	\$ 1,000.00
Community Health Center of Cape Cod, Inc 107 Commercial Street Mashpee, MA 02649		PC	to support low-cost pharmacy services	\$ 5,000.00
Children's School of Science, Inc., P O. Box 522 Woods Hole, MA 02543		PC	Remote "nest" camera, digital microscope video camera &	\$ 1,200 00
Association to Preserve Cape Cod, P.O. Box 398 Barnstable, MA 02630-0398		PC	Clean Water Education and Outreach - The Movie	\$ 5,000.00
African Wildlife Foundation, 1400 16th Street, N.W Suite 120 Washington, DC 20036-2249		PC	in support of African Heartlands project	\$ 1,000.00
Community Alliance for Learning, 1191 Solano Avenue, #6098 Albany, CA 94706		PC	Program at Longfellow Middle School	\$ 5,000 00
East Bay Performing Arts f/b/o Oakland East Bay Symphony, 2201 Broadway, #300 Oakland, CA 94612		PC	in support of the MUSE Program	\$ 5,000.00
East Bay Performing Arts f/b/o Oakland Symphony Chorus, 2201 Broadway, Suite 300 Oakland, CA 94612		PC	in support of the Brahms Workshop	\$ 3,500.00

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
National TB Controllers Association 2452 Spring Road, SE Smyrna, GA 30080		PC	Travel Scholarships to National TB Conference	\$ 4,800.00
The Union - North American Region 61 Broadway, Suite 1720, New York, NY 10006		PC	Travel Grants to 2014 Conference	\$ 1,850.00
Youth Homes, Inc., P.O. Box 5759 Walnut Creek, CA 94596		PC	in support of the Summer Garden Program	\$ 1,000.00
Empowerment Works, Inc., 1793 Northwood Ct Oakland, CA 94611		PC	Here is Why: Casa Manty Project in Cusco, Peru	\$ 1,750.00
Eco-Cycle, Inc., P.O. Box 19006 Boulder, CO 80308		PC	for video on global climate change	\$ 4,000.00
Animal Rescue League Southern RI, Rhode Island P.O. Box 458 Peace Dale, RI 02882		PC	for neutering program for animal adoption	\$ 1,000.00
American Players Theatre of WI Inc., Wisconsin Inc. 5950 Golf Course Road Spring Green, WI 53588		PC	in support of ecological restoration and maintenance	\$ 5,800.00
Tropical Forestry Initiative, Inc., 25 Corbett Avenue Binghamton, NY 13903		PC	in support of reforestation in Costa Rica	\$ 4,000.00
St. Michael's Parish, 25 South Street Litchfield, CT 06759		PC	final grant for 12-step programs operating costs	\$ 3,250.00
Thaddeus Stevens School Inc , P.O. Box 274 Lyndon Center, VT 05850		PC	in general support	\$ 2,600.00
Second Wind Foundation, 200 Olcott Drive Hartford, VT 05047		PC	for Willow Grove transitional housing program for women	\$ 2,600.00
Habitat for Humanity of Cape Cod, 411 Main Street, Suite 6 Yarmouthport, MA 02675		PC	in general operating support	\$ 2,000.00
University of California, Santa Cruz Fdn., Santa Cruz Foundation 1156 High Street Santa Cruz, CA 95064		PC	to support the work of Prof. Steve Whittaker	\$ 3,000.00
Partnership for Smarter Growth, P.O. Box 1014 Richmond, VA 23218		PC	General support	\$ 8,667.00
Colorado Springs Choral Society, P. O. Box 2304 Colorado Springs, CO 8090		PC	general support of choral concerts	\$ 2,000.00

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
St. Paul's on the Green, 60 East Avenue Norwalk, CT 06851		PC	in support of Member Incorporation Ministry	\$ 5,000.00
Peace Over Violence, 1015 Wilshire Blvd. Suite 200 Los Angeles, CA 90017		PC	General Support	\$ 2,350.00
MOMS Club of Christiansburg, 422 Peppers Ferry Road Box 173 Christiansburg, VA 24073		PC	to construct Lily Robertson memorial playground	\$ 2,000.00
Flight Safety Foundation, 801 N. Fairfax St., Suite 400 Alexandria, VA 22314		PC	For development of Mobile Application	\$ 5,000.00
I Am America Foundation, PO Box 1612 Fall River, MA 02722		PC	for summer fund raising event & Drive the Hoop	\$ 2,000.00
Tabor Academy, 66 Spring Street Marion, MA 02738		PC	to replace 8 tennis score posts on outside courts	\$ 1,000.00
Philippine American Guardian Association, Unit SB, The Makati Tuscanny 6751 Ayala Avenue, BGY, Urdeneta 1226 Makati City, Philippines		NC	for ERPAT & SAVE Programs	\$ 1,000.00
Physicians for Social Responsibility, 1111 Fourteenth St., NW Suite 700 Washington, DC 20005		PC	for education and dissemination of materials on climate change impacts	\$ 5,000.00
Partners in Health P.O. Box 845578, Boston, MA 02284-5578		PC	for MDR-TB project in Lesotho	\$ 5,000.00
The 300 Committee, Inc., 157 Locust Street Falmouth, MA 02540		PC	for education & design fees for Teaticket Park boardwalk	\$ 3,900.00
WGBH Educational Foundation, PO Box 823 Water Street, Woods Hole, MA 02543		PC	to purchase 3 Adobe Audition licenses	\$ 2,500.00
Woods Hole Historical Collection & Museum, P.O. Box 185, Woods Hole, MA 02543		PC	for copier, intern salary, start-up costs for book	\$ 3,900.00
Woods Hole Child Center, Inc , 93 Harbor Hill Road Woods Hole, MA 02543		PC	for toy purchases	\$ 500.00
Woods Hole Child Center, Inc , 93 Harbor Hill Road Woods Hole, MA 02543		PC	general operating support	\$ 500.00

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
Woods Hole Community Association, Inc , P.O. Box 327 Woods Hole, MA 02543		PC	to rebuild exterior stairway of Old Fire Station	\$ 2,000.00
Woods Hole Public Library P.O. Box 185 Woods Hole, MA 02543		PC	for carpet cleaning	\$ 1,800.00
Friends' School, Inc., 5465 Pennsylvania Avenue Boulder, CO 80303		PC	for teacher prep program	\$ 1,500.00
First Universalist Church of Norway, 479 Main St. Norway, ME 04268		PC	f/b/o First Universalist Church of Norway	\$ 2,600.00
Wisconsin Youth Symphony Orchestra, Inc., 455 North Park St., Rm. 1625 Madison, WI 53706		PC	in general operating support	\$ 2,600.00
				\$ 208,417

FRIENDSHIP FUND INC

13-6089220 Page 1 of 1

Continuation of Part XV, Line 3b (990-PF) - Grants and Contributions Approved for Future Payment
Recipient(s) approved for future payments

Name

COLUMBIA UNIVERSITY

Street

535 WEST 114TH STREET

City

NEW YORK

State

NY

Zip Code

10027

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

SUPPORT AND PRESERVE THE COLLECTION OF THE CHARLES R CRANE PAPERS

Amount

20,250

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Totals										Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Amount										Other sales		1,829,764		1,585,018		244,746	
Long Term CG Distributions										0		0		0		0	
Short Term CG Distributions										0		0		0		0	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
1	X PEIZER INC	717081103			11/14/2013		4/11/2014	4,495	4,791				0	-296			
2	X PEIZER INC	717081103			11/5/2013		4/11/2014	1,199	1,247				0	-48			
3	X PEIZER INC	717081103			11/5/2013		5/2/2014	3,073	3,117				0	-44			
4	X PEIZER INC	717081103			10/22/2013		6/4/2014	2,958	3,073				0	-115			
5	X PEIZER INC	717081103			11/5/2013		6/4/2014	592	623				0	-31			
6	X PEIZER INC	717081103			11/7/2009		6/4/2014	592	293				0	289			
7	X PROCTER & GAMBLE CO	742718109			3/22/2013		8/15/2013	805	772				0	33			
8	X PROCTER & GAMBLE CO	742718109			3/22/2013		5/2/2014	7,365	6,951				0	414			
9	X PROCTER & GAMBLE CO	742718109			3/22/2013		5/30/2014	4,031	3,861				0	170			
10	X PROCTER & GAMBLE CO	742718109			3/22/2013		6/18/2014	11,159	10,812				0	347			
11	X QUALCOMM INC	747525103			3/3/2010		7/3/2013	1,829	1,169				0	660			
12	X QUALCOMM INC	747525103			3/17/2010		7/3/2013	6,096	3,881				0	2,215			
13	X SALESFORCE COM INC	794661302			3/22/2013		8/15/2013	438	437				0	1			
14	X SALESFORCE COM INC	794661302			3/22/2013		9/20/2013	5,302	4,374				0	928			
15	X SALESFORCE COM INC	794661302			3/22/2013		10/24/2013	4,337	3,499				0	838			
16	X AT&T INC	00206R102			11/9/2007		8/15/2013	344	351				0	-7			
17	X AT&T INC	00206R102			4/8/2014		5/2/2014	1,778	1,763				0	25			
18	X ABBOTT LABORATORIES	002824100			3/22/2013		5/2/2014	2,314	2,273				0	41			
19	X ACTIVIS INC	00507K103			3/22/2013		8/15/2013	1,217	814				0	403			
20	X ACTIVIS INC	00507K103			3/22/2013		9/16/2013	5,606	3,706				0	1,900			
21	X ACTIVIS INC	00507K103			3/22/2013		10/1/2013	17,281	10,847				0	6,434			
22	X ADOBE SYSTEMS INC	00724F101			8/15/2013		10/24/2013	3,786	3,213				0	563			
23	X ADOBE SYSTEMS INC	00724F101			3/22/2013		12/16/2013	4,700	3,374				0	1,326			
24	X BNY MELLON BOND FUND-M	05569M830			7/11/2012		6/26/2014	25,000	26,190				0	-1,190			
25	X BNY MELLON EMERGING MKT	05569M855			12/23/2010		8/15/2013	30,000	37,492				0	-7,492			
26	X BNY MELLON EMERGING MKT	05569M855			10/8/2008		5/2/2014	34,525	40,000				0	-5,475			
27	X BNY MELLON EMERGING MKT	05569M855			12/23/2010		5/2/2014	33,920	39,779				0	-5,859			
28	X BNY MELLON EMERGING MKT	05569M855			3/17/2010		5/2/2014	96,024	99,030				0	-3,006			
29	X BRISTOL-MYERS SQUIBB CO	110122108			5/24/2013		6/19/2014	4,299	4,241				0	58			
30	X BROADCOM CORP CL A	111320107			3/22/2013		9/20/2013	4,688	5,820				0	-1,132			
31	X BROADCOM CORP CL A	111320107			3/22/2013		10/1/2013	1,848	2,386				0	-548			
32	X BNY MELLON EMERGING MKT	05569M855			3/17/2010		6/26/2014	14,756	14,294				0	462			
33	X CITRIX SYS INC	177376100			8/15/2013		10/14/2013	586	726				0	-140			
34	X COCA - COLA CO	191216100			3/22/2013		8/15/2013	4,293	4,416				0	-123			
35	X COCA - COLA CO	191216100			3/22/2013		5/2/2014	17,985	17,665				0	320			
36	X COMCAST CORP CL A	20030N101			12/16/2013		5/2/2014	4,160	3,962				0	198			
37	X CORNING INC	219350105			11/7/2014		4/8/2014	5,475	4,888				0	587			
38	X CORNING INC	219350105			11/7/2014		4/15/2014	4,899	4,512				0	387			
39	X CORNING INC	219350105			11/7/2014		5/2/2014	1,261	1,128				0	133			
40	X COSTCO WHSL CORP NEW	22160K105			3/22/2013		8/15/2013	671	625				0	46			
41	X COSTCO WHSL CORP NEW	22160K105			3/22/2013		5/2/2014	461	417				0	44			
42	X COSTCO WHSL CORP NEW	22160K105			3/22/2013		6/18/2014	4,383	3,958				0	425			
43	X WALT DISNEY CO THE	254687106			6/8/2012		7/2/2013	5,703	4,134				0	1,569			
44	X WALT DISNEY CO THE	254687106			6/8/2012		8/16/2013	8,724	6,430				0	2,294			
45	X WALT DISNEY CO THE	254687106			6/8/2012		5/2/2014	4,024	2,296				0	1,728			
46	X DOW CORP	260003108			3/22/2013		8/15/2013	872	723				0	149			
47	X DOW CORP	260003108			3/5/2014		5/2/2014	2,578	2,401				0	177			
48	X DOW CORP	260003108			3/22/2013		5/2/2014	1,719	1,202				0	517			
49	X DREYFUS OPPORTUNISTIC S	26200C403			8/16/2013		8/15/2013	10,000	6,603				0	3,397			
50	X DREYFUS OPPORTUNISTIC S	26200C403			8/16/2013		5/2/2014	2,546	1,723				0	823			
51	X DREYFUS OPPORTUNISTIC S	26200C403			12/11/2013		5/2/2014	8,807	8,447				0	360			
52	X DREYFUS OPPORTUNISTIC S	26200C403			10/8/2008		5/2/2014	6,513	4,176				0	2,337			
53	X DREYFUS OPPORTUNISTIC S	26203E604			3/22/2013		8/15/2013	20,000	15,646				0	4,354			
54	X EQUINIX INC	29444U502			3/22/2013		8/14/2013	6,044	7,393				0	-1,349			
55	X EQUINIX INC	29444U502			3/22/2013		8/15/2013	9,415	12,040				0	-2,625			
56	X EQUINIX INC	29444U502			6/7/2013		8/15/2013	2,643	3,081				0	-438			
57	X EXPRESS SCRIPTS HOLDING	30219G108			3/22/2013		8/15/2013	641	585				0	56			
58	X EXPRESS SCRIPTS HOLDING	30219G108			3/22/2013		9/16/2013	9,215	8,191				0	1,024			
59	X EXPRESS SCRIPTS HOLDING	30219G108			3/22/2013		4/8/2014	20,380	16,382				0	3,998			
60	X EXXON MOBIL CORP	30231G102			9/20/2011		8/15/2013	882	375				0	507			
61	X GLAXO SMITHKLINE PLC SPO	37733W105			3/22/2013		12/18/2013	14,764	13,480				0	1,274			
62	X GOOGLE INC - CL A	38259P508			6/5/2013		12/12/2013	5,359	4,293				0	1,066			
63	X GOOGLE INC - CL A	38259P508			8/15/2013		12/12/2013	1,072	861				0	211			
64	X GOOGLE INC - CL A	38259P508			4/23/2013		12/12/2013	1,072	814				0	258			
65	X GOOGLE INC - CL A	38259P508			4/23/2013		11/7/2014	5,671	4,071				0	1,608			
66	X GOOGLE INC - CL A	38259P508			4/25/2013		11/7/2014	2,271	1,626				0	645			
67	X GOOGLE INC - CL A	38259P508			4/25/2013		12/1/2014	6,931	4,879				0	2,052			
68	X GOOGLE INC - CL A	38259P508			4/19/2013		12/1/2014	3,466	2,362				0	1,104			

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount		Short Term CG Distributions																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																												
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69	X	GOOGLE INC - CL A	38259P508		4/19/2013		1/27/2014	8,822	6,299																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																															

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses		Net Gain or Loss		
									Capital Gains/Losses	Other sales				Depreciation	Expense of Sale and Cost of Improvements		Adjustments	
		Long Term CG Distributions	Amount															Net Gain or Loss
		Short Term CG Distributions	45,683															244,746
137	X	DREYFUS SELECT MGR S/C	86271F677			8/18/2010		5/2/2014	9,342	6,449						2,893		
138	X	THE TRAVELERS COMPANIES	89417E109			3/22/2013		8/15/2013	809	842						-33		
139	X	THE TRAVELERS COMPANIES	89417E109			3/22/2013		12/9/2013	20,346	19,358						988		
140	X	UNION PAC CORP	907818108			3/22/2013		8/15/2013	314	278						36		
141	X	UNION PAC CORP	907818108			3/22/2013		5/2/2014	3,015	2,221						794		
142	X	UNITED TECHNOLOGIES COR	913017109			3/22/2013		8/15/2013	618	557						61		
143	X	UNITED TECHNOLOGIES COR	913017109			3/22/2013		5/2/2014	5,711	4,552						1,159		
144	X	VALERO ENERGY CORP NEW	91913Y100			3/22/2013		12/9/2013	5,567	4,829						738		
145	X	VALERO ENERGY CORP NEW	91913Y100			3/22/2013		12/12/2013	4,159	3,622						537		
146	X	VALERO ENERGY CORP NEW	91913Y100			3/22/2013		5/2/2014	7,523	5,231						2,292		
147	X	VERIZON COMMUNICATIONS	92343V104			3/26/2013		7/10/2013	2,030	1,982						48		
148	X	VERIZON COMMUNICATIONS	92343V104			3/22/2013		7/10/2013	2,537	2,451						86		
149	X	DREYFUS PREM STRAT GBL	86271F818			10/6/2008		5/2/2014	93,648	50,650						42,998		
150	X	DREYFUS PREM STRAT GBL	86271F818			4/5/2013		5/2/2014	17,053	15,000						2,053		
151	X	TAIWAN SEMICONDUCTOR M	874039100			6/26/2013		9/20/2013	7,108	7,444						-336		
152	X	TAIWAN SEMICONDUCTOR M	874039100			6/26/2013		9/20/2013	173	177						-4		
153	X	TAIWAN SEMICONDUCTOR M	874039100			6/26/2013		4/16/2014	4,823	4,241						582		
154	X	TAIWAN SEMICONDUCTOR M	874039100			6/26/2013		4/23/2014	4,267	3,711						556		
155	X	TAIWAN SEMICONDUCTOR M	874039100			6/26/2013		5/2/2014	3,536	3,181						355		
156	X	TAIWAN SEMICONDUCTOR M	874039100			7/19/2013		5/2/2014	5,500	4,507						993		
157	X	TEVA PHARMACEUTICAL IND	881624209			3/22/2013		8/15/2013	806	803						3		
158	X	TEVA PHARMACEUTICAL IND	881624209			3/22/2013		1/14/2014	5,800	5,622						178		
159	X	TEVA PHARMACEUTICAL IND	881624209			3/22/2013		1/24/2014	4,740	4,416						322		
160	X	TEVA PHARMACEUTICAL IND	881624209			3/22/2013		5/2/2014	6,477	5,221						1,256		
161	X	THERMO FISHER SCIENTIFIC	883556102			12/19/2013		5/2/2014	2,403	2,251						152		
162	X	ADOBE SYSTEMS INC	00724F101			3/22/2013		3/20/2014	4,810	2,952						1,858		
163	X	ADOBE SYSTEMS INC	00724F101			4/15/2014		5/2/2014	2,479	2,437						42		
164	X	ALCATEL-LUCENT-SPONSOR	013904305			10/2/2013		2/6/2014	5,300	4,775						525		
165	X	ALCATEL-LUCENT-SPONSOR	013904305			10/2/2013		5/2/2014	1,834	1,639						-111		
166	X	ALCATEL-LUCENT-SPONSOR	013904305			10/2/2013		5/16/2014	3,607	3,718						-89		
167	X	ALCATEL-LUCENT-SPONSOR	013904305			10/2/2013		5/22/2014	2,181	2,270						-25		
168	X	ALCATEL-LUCENT-SPONSOR	013904305			10/14/2013		5/22/2014	1,316	1,341						23		
169	X	ALCATEL-LUCENT-SPONSOR	013904305			10/1/2013		6/3/2014	1,742	1,719						-30		
170	X	ALCATEL-LUCENT-SPONSOR	013904305			10/14/2013		6/3/2014	2,614	2,644						1,473		
171	X	ALLERGAN INC	018490102			12/20/2013		5/2/2014	4,067	2,594						3,263		
172	X	ALLERGAN INC	018490102			12/20/2013		6/4/2014	9,424	6,161						4,639		
173	X	ALLERGAN INC	018490102			12/20/2013		6/4/2014	13,393	8,754						67		
174	X	AMAZON COM INC	023135106			3/22/2013		8/15/2013	572	505						85		
175	X	AMAZON COM INC	023135106			5/2/2011		8/15/2013	286	201						186		
176	X	AMAZON COM INC	023135106			5/2/2011		5/2/2014	5,233	3,417						1,816		
177	X	AMGEN INC	031162100			9/16/2013		1/24/2014	8,747	8,529						218		
178	X	AMGEN INC	031162100			9/16/2013		5/2/2014	7,430	7,711						-281		
179	X	APPLE INC	037833100			11/26/2013		5/2/2014	4,142	3,722						420		
180	X	APPLE INC	037833100			10/24/2013		5/2/2014	5,916	5,309						607		
181	X	BNY MELLON MFC MULTI-STR	05569M509			4/4/2006		8/15/2013	60,000	67,445						-7,445		
182	X	BNY MELLON MFC MULTI-STR	05569M509			4/4/2006		5/2/2014	69,202	71,747						-2,545		
183	X	BNY MELLON MFC MULTI-STR	05569M509			12/16/2013		5/2/2014	18,094	17,256						838		
184	X	BNY MELLON MFC MULTI-STR	05569M509			12/16/2013		5/2/2014	34,475	31,070						3,405		
185	X	BRISTOL-MYERS SQUIBB CO	110122108			5/24/2014		5/2/2014	9,928	9,425						503		
186	X	BROADCOM CORP CL A	111320107			3/22/2013		10/2/2013	11,340	14,720						-3,380		
187	X	CABOT OIL & GAS CORP CL A	127097103			5/2/2014		6/13/2014	3,113	3,479						-366		
188	X	CABOT OIL & GAS CORP CL A	127097103			12/1/2013		6/13/2014	3,113	3,277						-164		
189	X	CABOT OIL & GAS CORP CL A	127097103			12/1/2013		6/16/2014	4,849	5,098						-249		
190	X	CABOT OIL & GAS CORP CL A	127097103			12/1/2013		6/16/2014	9,352	9,652						-300		
191	X	CATERPILLAR INC	148123101			6/16/2010		5/2/2014	3,789	3,636						153		
192	X	CATERPILLAR INC	148123101			6/16/2010		8/15/2013	861	643						218		
193	X	CATERPILLAR INC	148123101			6/16/2010		5/2/2014	3,995	2,445						1,550		
194	X	CELANESE CORP -SER A	150870103			3/22/2013		8/15/2013	494	437						57		
195	X	CELANESE CORP -SER A	150870103			3/22/2013		5/2/2014	4,294	3,057						1,237		
196	X	CENTERPOINT ENERGY INC	15189T107			3/22/2013		5/2/2014	4,143	3,985						158		
197	X	CHEVRON CORPORATION	166764100			3/22/2013		8/15/2013	962	967						-5		
198	X	CHEVRON CORPORATION	166764100			3/22/2013		9/16/2013	9,183	8,942						251		
199	X	CITRIX SYS INC	177376100			7/10/2013		10/14/2013	9,958	11,059						-1,101		
200	X	CITRIX SYS INC	177376100			7/29/2013		10/14/2013	3,515	4,114						-599		
201	X	EXXON MOBIL CORP	30231G102			9/20/2001		5/2/2014	2,042	749						1,293		
202	X	EXXON MOBIL CORP	30231G102			8/5/2003		5/2/2014	7,350	5,273						4,777		
203	X	FACEBOOK INC-A	30303M102			5/2/2014		5/2/2014	1,211	1,219						-8		
204	X	FAMILY DLR STORES INC	307000109			3/22/2013		4/24/2014	6,690	7,058						-368		

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Long Term CG Distributions										Amount		Totals				Net Gain or Loss			
Short Term CG Distributions										45,683		Capital Gains/Losses				1,829,764		244,746	
												Other sales				0		0	
Check 'X' to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss					
205	FAMILY DLR STORES INC	307000109			3/22/2013		4/25/2014	3,609	3,800					-191					
206	FIDELITY NATIONAL FINANCIAL	31620R105			12/10/2013		5/2/2014	3,699	3,343					356					
207	FREEPORT-MCMORAN COPPER	35671D857			3/22/2013		8/15/2013	638	663					-25					
208	FREEPORT-MCMORAN COPPER	35671D857			3/22/2013		5/2/2014	2,431	2,319					112					
209	GENERAL ELECTRIC COMPANY	369604103			9/4/1992		8/15/2013	722	187					535					
210	GENERAL ELECTRIC COMPANY	369604103			9/4/1992		5/2/2014	5,603	1,306					4,297					
211	GILEAD SCIENCES INC	375558103			3/22/2013		9/16/2013	8,794	6,314					2,480					
212	GILEAD SCIENCES INC	375558103			3/22/2013		4/8/2014	4,899	3,157					1,742					
213	GILEAD SCIENCES INC	375558103			3/22/2013		5/2/2014	2,336	1,353					983					
214	GLAXO SMITHKLINE PLC SPO	37733W105			4/24/2013		9/16/2013	4,094	4,116					-22					
215	GLAXO SMITHKLINE PLC SPO	37733W105			3/22/2013		9/16/2013	1,024	930					94					
216	GLAXO SMITHKLINE PLC SPO	37733W105			3/22/2013		11/14/2013	5,206	4,652					554					
217	METLIFE INC	59156R108			3/22/2013		1/21/2014	6,844	4,957					1,887					
218	METLIFE INC	59156R108			3/22/2013		1/22/2014	3,675	2,669					1,006					
219	HONEYWELL INTL INC	438516106			3/22/2013		5/2/2014	5,545	4,492					1,053					
220	INTERCONTINENTAL EXCHANGE	45865V100			3/22/2013		8/15/2013	898	809					89					
221	METLIFE INC	59156R108			3/22/2013		5/2/2014	3,639	2,669					970					
222	METLIFE INC	59156R108			3/22/2013		6/9/2014	8,756	6,101					2,655					
223	METLIFE INC	59156R108			3/22/2013		6/10/2014	12,087	8,389					3,698					
224	MICRON TECHNOLOGY INC	595112103			2/6/2014		5/2/2014	3,692	3,442					250					
225	MONDELEZ INTERNATIONAL	609207105			3/22/2013		8/15/2013	10,900	10,330					570					
226	MONDELEZ INTERNATIONAL	609207105			3/22/2013		5/2/2014	4,261	3,542					719					
227	NATIONAL OILWELL VARCO INC	637071101			9/16/2013		12/9/2013	4,819	4,728					91					
228	NATIONAL OILWELL VARCO INC	637071101			9/16/2013		5/2/2014	1,588	1,576					12					
229	NATIONAL OILWELL VARCO INC	637071101			12/8/2011		5/2/2014	1,588	1,423					165					
230	NATIONAL OILWELL VARCO INC	637071101			12/8/2011		6/18/2014	2,330	1,925					405					
231	NATIONAL OILWELL VARCO INC	637071101			11/2/2011		6/18/2014	4,659	3,733					926					
232	NOW INC/DE	67011P100			11/2/2011		6/11/2014	1,518	1,218					300					
233	NOW INC/DE	67011P100			12/8/2011		6/11/2014	253	208					44					
234	NOW INC/DE	67011P100			3/22/2013		6/11/2014	422	334					88					
235	NUCOR CORP	670346105			4/24/2013		5/2/2014	4,190	3,486					704					
236	OCCIDENTAL PETROLEUM CO	674599105			4/23/2009		12/12/2013	4,562	2,777					1,785					
237	OCCIDENTAL PETROLEUM CO	674599105			4/23/2009		12/16/2013	7,284	4,443					2,841					
238	OCCIDENTAL PETROLEUM CO	674599105			4/23/2009		12/16/2013	2,732	1,664					1,068					
239	OCWEN FINANCIAL CORP	675746309			8/15/2013		5/2/2014	347	502					-155					
240	OCWEN FINANCIAL CORP	675746309			7/31/2013		5/2/2014	2,081	2,861					-780					
241	PNC FINANCIAL SERVICES GROUP	693475105			3/22/2013		7/25/2013	9,115	7,931					1,184					
242	PNC FINANCIAL SERVICES GROUP	693475105			3/22/2013		7/26/2013	757	661					96					
243	PNC FINANCIAL SERVICES GROUP	693475105			3/22/2013		7/30/2013	3,781	3,305					476					
244	PNC FINANCIAL SERVICES GROUP	693475105			3/22/2013		7/31/2013	3,814	3,305					509					
245	PNC FINANCIAL SERVICES GROUP	693475105			3/22/2013		5/2/2014	4,238	3,305					933					
246	PVH CORP	693556100			7/2/2013		8/15/2013	127	127					0					
247	PVH CORP	693556100			7/2/2013		5/2/2014	3,075	3,046					29					
248	PEPSICO INC	713448108			8/15/2013		5/2/2014	3,420	3,247					173					
249	PEPSICO INC	713448108			12/17/1998		5/2/2014	2,565	1,150					1,415					
250	VERIZON COMMUNICATIONS	92343V104			3/22/2013		7/23/2013	5,032	4,902					130					
251	VERIZON COMMUNICATIONS	92343V104			3/22/2013		5/2/2014	1,410	1,471					-61					
252	VMWARE INC-CLASS A	928563402			8/15/2013		11/26/2013	814	838					-24					
253	VMWARE INC-CLASS A	928563402			7/29/2013		11/26/2013	4,884	4,956					-72					
254	VMWARE INC-CLASS A	928563402			7/29/2013		1/17/2014	980	819					161					
255	WELLS FARGO & COMPANY	949746101			3/5/2001		1/17/2014	10,779	9,085					1,694					
256	WELLS FARGO & COMPANY	949746101			9/13/2010		8/15/2013	1,287	791					496					
257	WELLS FARGO & COMPANY	949746101			9/2/2010		2/21/2014	457	249					208					
258	WELLS FARGO & COMPANY	949746101			9/2/2010		2/21/2014	2,287	1,246					1,041					
259	WELLS FARGO & COMPANY	949746101			9/2/2010		2/21/2014	2,744	1,498					1,246					
260	WELLS FARGO & COMPANY	949746101			9/2/2010		2/21/2014	1,830	996					834					
261	WELLS FARGO & COMPANY	949746101			9/13/2010		2/21/2014	1,372	791					581					
262	WELLS FARGO & COMPANY	949746101			3/5/2001		5/2/2014	457	248					209					
263	WELLS FARGO & COMPANY	949746101			9/2/2010		5/2/2014	4,459	2,234					2,225					
264	WELLS FARGO & COMPANY	949746101			3/22/2013		8/9/2013	7,692	6,375					1,317					
265	YAHOO INC	984332106			3/22/2013		10/24/2013	6,952	4,781					2,171					
266	YAHOO INC	984332106			3/22/2013		6/16/2014	7,656	5,009					1,685					
267	YAHOO INC	984332106			3/22/2013		6/23/2014	7,388	5,009					2,647					
268	YAHOO INC	984332106			3/22/2013		8/15/2013	726	696					30					
269	YAHOO INC	984332106			4/25/2014		5/2/2014	1,528	1,551					-23					
270	YUM! BRANDS INC	988498101			4/25/2014		5/2/2014	1,528	1,536					-8					
271	YUM! BRANDS INC	988498101			4/25/2014		5/2/2014	1,528	1,536					-8					
272	YUM! BRANDS INC	988498101			4/25/2014		5/2/2014	1,528	1,536					-8					

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV		Long Term CG Distributions Short Term CG Distributions		Amount	Totals										Net Gain or Loss	
					Capital Gains/Losses		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss					
				45,683	Other sales		1,829,764		1,585,018		244,746					

Part I, Line 16a (990-PF) - Legal Fees

		2,182	0	0	2,182
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	2,182			2,182

Part I, Line 16c (990-PF) - Other Professional Fees

		31,276	18,766	0	12,510
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	OTHER PROFESSIONAL FEES	31,276	18,766		12,510

Part I, Line 18 (990-PF) - Taxes

		10,182	2,277	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	2,277	2,277		
2	PY EXCISE TAX DUE	3,272			
3	ESTIMATED EXCISE PAYMENTS	4,633			

Part I, Line 23 (990-PF) - Other Expenses

		17,184	70	0	17,114
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	70	70		
2	STATE AG FEES	250			250
3	MEETING EXPENSE	489			489
4	BANK CHARGES	13			13
5	GMA ADMIN FEES	16,168			16,168
6	POSTAGE FEES	126			126
7	MEETING TRAVEL EXPENSES	68			68

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1			3,595,278	3,565,625	4,364,819
2	EATON CORP PLC		0	15,395	23,000
3	INGERSOLL-RAND PLC		0	18,125	25,629
4	INVESCO LTD		0	20,704	27,558
5	NABORS INDUSTRIES LTD COM		0	23,845	28,198
6	SEAGATE TECHNOLOGY		0	16,855	16,472
7	TE CONNECTIVITY LTD		0	16,641	17,315
8	AVAGO TECHNOLOGIES LTD		0	18,243	30,990
9	AFLAC INC		0	17,079	16,808
10	AT&T INC		0	5,265	7,072
11	ABBOTT LABORATORIES		0	16,931	17,996
12	ADOBE SYS INC COM		0	14,901	24,602
13	ALEXION PHARMACEUTICALS INC		0	6,824	6,875
14	AMAZON COM INC		0	13,670	22,085
15	AMGEN INC		0	8,178	8,286
16	ANHEUSER BUSCH INBEV SPN ADR		0	15,089	16,321
17	APPLE COMPUTER INC COM		0	20,125	63,099
18	ACTAVIS PLC		0	10,657	16,506
19	AON CORP		0	13,237	19,820
20	BNY MELLON CORP BOND-M		0	58,500	58,749
21	BNY MELLON MID CAP STK FD CL M		0	196,165	275,086
22	BNY MELLON INTERMEDIATE BOND FD C		0	90,671	88,789
23	BNY MELLON BOND FD CL M		0	442,081	455,903
24	BNY MELLON EMERGING MKTS FD CL M		0	257,243	361,915
25	BNY MELLON INTL FD CL M SHSS		0	217,517	237,024
26	BIOGEN IDEC INC		0	11,074	12,297
27	BRISTOL MYERS SQUIBB CO COM		0	10,367	10,672
28	CAPITAL ONE FINL CORP COM		0	18,160	26,432
29	CARDINAL HEALTH INC COM		0	16,345	15,769
30	CATERPILLAR INC		0	10,424	17,605
31	CELANESE CORP DEL		0	11,790	17,356
32	CENTERPOINT ENERGY INC		0	17,146	18,644
33	CHEVRONTXACO CORP		0	28,484	30,549
34	COMCAST CORP NEW CL A		0	20,985	26,840
35	CORNING INC COM		0	6,938	8,122
36	COSTCO WHSL CORP NEW		0	14,479	16,007
37	DEVON ENERGY CORPORATION NEW		0	20,292	20,644
38	DISNEY (WALT) COMPANY HOLDING CO		0	11,010	20,578
39	DOVER CORPORATION		0	15,621	23,647
40	DREYFUS PREM LT TRM HI YLD-R		0	57,007	63,457
41	DREYFUS PR GL R/E SEC FD CL I		0	53,500	55,287
42	DREYFUS GROWTH & VALUE FDS INC		0	37,150	61,017
43	DREYFUS/NEWTON INTERN EQTY-I		0	91,588	118,194
44	DREYFUS DIVERSIFIED EM MK-Y		0	60,000	64,076
45	EXXON MOBIL CORP		0	11,339	22,250
46	FACEBOOK INC		0	15,143	22,879

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	FIDELITY NATL TITLE GROUP INC CL A		0	17,127	18,673
48	FREEMPORT-MCMORAN COPPER & GOLD		0	9,939	10,950
49	GENERAL ELECTRIC CO		0	5,225	22,075
50	GILEAD SCIENCES INC		0	9,020	16,582
51	GOOGLE INC		0	19,359	23,971
52	GOOGLE INC		0	5,878	8,629
53	HCA HOLDINGS INC		0	14,614	15,223
54	HARLEY DAVIDSON INC		0	16,630	19,558
55	HOME DEPOT INC USD 0 05		0	13,780	16,192
56	HONEYWELL INTL INC		0	18,717	23,238
57	INTERCONTINENTAL EXCHANGE GRO		0	22,494	25,690
58	J P MORGAN CHASE & CO		0	11,440	22,299
59	JOHNSON & JOHNSON COM		0	18,527	19,773
60	JOHNSON CONTROLS INC		0	12,172	17,476
61	LAS VEGAS SANDS CORP		0	12,362	17,531
62	MEAD JOHNSON NUTRITION CO-A		0	15,644	15,839
63	MERCK & CO INC		0	19,296	21,404
64	MICRON TECHNOLOGY		0	24,736	35,586
65	MONDELEZ INTERNATIONAL INC		0	14,461	18,429
66	MONSTER BEVERAGE CORP		0	16,734	17,758
67	NATIONAL-OILWELL INC		0	10,538	14,000
68	NUCOR CORP		0	12,635	14,282
69	OCWEN FINL CORP		0	18,317	15,582
70	PNC FINANCIAL SERVICES GROUP INC		0	13,879	18,700
71	PVH CORP		0	19,046	18,306
72	PEPSICO INC		0	14,136	29,482
73	PFIZER INC COM		0	7,658	15,523
74	PROCTER & GAMBLE CO COM		0	10,812	11,003
75	SALESFORCE COM INC		0	16,793	21,954
76	SCHLUMBERGER LIMITED COM		0	13,133	19,226
77	SEMPRA ENERGY		0	11,967	15,706
78	SERVICENOW INC		0	15,331	21,686
79	SHIRE PHARMACEUTICALS GROUP		0	8,008	20,723
80	SOUTHWESTERN ENERGY CO		0	12,675	15,012
81	STATE ST CORP COM		0	22,537	25,559
82	DREYFUS SELECT MGRS S/C GROWTH F		0	39,614	60,973
83	DREYFUS SELECT MANAGERS S/C VL-I		0	38,551	60,586
84	DREYFUS PRE STRAT INTER ST-R		0	228,500	235,572
85	TCW EMERGING MARKETS INCOME FUND		0	50,000	50,474
86	TEVA PHARMACEUTICAL INDS ADR		0	10,040	13,105
87	THERMO ELECTRON CORP		0	12,994	14,514
88	UNION PACIFIC CORP		0	8,605	12,369
89	UNITED TECHNOLOGIES CORP		0	18,116	22,513
90	VALERO ENERGY CORP NEW		0	15,120	18,036
91	VERIZON COMMUNICATIONS INC		0	6,856	6,850
92	WELLS FARGO & CO NEW		0	14,386	31,536

3,595,278

3,565,625

4,364,819

Part II, Line 13 (990-PF) - Investments - Other

		3,595,278	3,565,625	4,364,819
		Book Value	Book Value	FMV
		Beg of Year	End of Year	End of Year
93	YAHOO INC		5,009	7,729
94	YUM BRANDS INC	0	18,855	21,924
95	MELLON OPTIMA L/S STRATEGY FD LLC	0	520,576	606,598

• **Part III (990-PF) - Changes in Net Assets or Fund Balances**

Line 3 - Other increases not included in Part III, Line 2

1	GAIN ON PY SALES SETTLED IN CY	1	726
2	Total	2	726

Line 5 - Decreases not included in Part III, Line 2

1	GAIN ON CY SALES NOT SETTLED AT YEAR END	1	26
2	TAX COST BASIS ADJUSTMENT	2	149
3	Total	3	175

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Amount		1,784,081												199,063		0		199,063	
Short Term CG Distributions		45,683	0	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis		Gain Minus Excess of FMV Over Adjusted Basis or Losses					
1 PRIZER INC	717081103				11/14/2013	4/11/2014	4,495			4,791	-296	0	0	0	0	296					
2 PRIZER INC	717081103				11/15/2013	4/11/2014	1,189			1,247	-48	0	0	0	0	48					
3 PRIZER INC	717081103				11/15/2013	5/2/2014	3,073			3,117	-44	0	0	0	0	44					
4 PRIZER INC	717081103				10/22/2013	6/4/2014	2,958			3,073	-115	0	0	0	0	115					
5 PRIZER INC	717081103				11/15/2013	6/4/2014	592			623	-31	0	0	0	0	31					
6 PRIZER INC	717081103				7/7/2009	6/4/2014	592			263	299	0	0	0	0	299					
7 PROCTER & GAMBLE CO	742718108				3/22/2013	8/15/2013	805			772	33	0	0	0	0	33					
8 PROCTER & GAMBLE CO	742718108				3/22/2013	5/2/2014	7,385			6,581	804	0	0	0	0	804					
9 PROCTER & GAMBLE CO	742718108				3/22/2013	5/20/2014	4,031			3,961	70	0	0	0	0	70					
10 PROCTER & GAMBLE CO	742718108				3/22/2013	6/18/2014	11,159			10,812	347	0	0	0	0	347					
11 QUALCOMM INC	747525103				3/17/2010	7/3/2013	1,159			1,169	-60	0	0	0	0	60					
12 QUALCOMM INC	747525103				3/17/2010	7/3/2013	1,828			3,881	2,215	0	0	0	0	2,215					
13 SALESFORCE.COM INC	794661302				3/22/2013	8/15/2013	6,056			4,371	928	0	0	0	0	928					
14 SALESFORCE.COM INC	794661302				3/22/2013	9/20/2013	5,302			4,374	928	0	0	0	0	928					
15 SALESFORCE.COM INC	794661302				3/22/2013	10/24/2013	4,337			3,499	838	0	0	0	0	838					
16 AT&T INC	002068102				11/9/2007	8/15/2013	344			351	-7	0	0	0	0	7					
17 AT&T INC	002068102				11/9/2007	5/2/2014	1,778			1,753	25	0	0	0	0	25					
18 ABBOTT LABORATORIES	002824100				4/8/2014	5/2/2014	2,314			2,273	41	0	0	0	0	41					
19 ACTIVIS INC	005071103				3/22/2013	8/15/2013	1,217			814	403	0	0	0	0	403					
20 ACTIVIS INC	005071103				3/22/2013	9/16/2013	5,606			3,706	1,900	0	0	0	0	1,900					
21 ACTIVIS INC	005071103				3/22/2013	10/1/2013	17,281			10,847	6,434	0	0	0	0	6,434					
22 ADOBE SYSTEMS INC	00724F101				8/15/2013	10/24/2013	3,756			3,213	543	0	0	0	0	543					
23 ADOBE SYSTEMS INC	00724F101				3/22/2013	12/16/2013	4,700			3,374	1,326	0	0	0	0	1,326					
24 BNY MELLON BOND FUND-M	055698105				7/11/2012	8/26/2014	25,000			26,190	-1,190	0	0	0	0	1,190					
25 BNY MELLON EMERGING MKTS-M	055698105				12/23/2010	8/15/2013	30,000			37,492	-7,492	0	0	0	0	7,492					
26 BNY MELLON EMERGING MKTS-M	055698105				10/8/2008	5/2/2014	34,525			40,000	-5,475	0	0	0	0	5,475					
27 BNY MELLON EMERGING MKTS-M	055698105				12/23/2010	5/2/2014	33,970			39,779	-5,859	0	0	0	0	5,859					
28 BNY MELLON EMERGING MKTS-M	055698105				3/17/2010	5/2/2014	96,024			99,030	-3,006	0	0	0	0	3,006					
29 BRISTOL-MYERS SQUIBB CO	011022108				5/24/2013	6/19/2014	4,269			4,241	28	0	0	0	0	28					
30 BROADCOM CORP. CL A	111320107				3/22/2013	9/20/2013	1,848			5,820	-1,132	0	0	0	0	1,132					
31 BROADCOM CORP. CL A	111320107				3/22/2013	10/1/2013	1,848			2,396	-548	0	0	0	0	548					
32 BNY MELLON EMERGING MKTS-M	055698105				3/17/2010	5/26/2014	14,756			14,294	462	0	0	0	0	462					
33 CITRIX SYS INC	177376100				8/15/2013	10/14/2013	586			726	-140	0	0	0	0	140					
34 COCA-COLA CO	191216100				3/22/2013	8/15/2013	4,293			4,416	-123	0	0	0	0	123					
35 COCA-COLA CO	191216100				3/22/2013	5/2/2014	17,885			17,655	320	0	0	0	0	320					
36 COMCAST CORP CL A	20030N101				12/16/2013	5/2/2014	4,160			3,962	198	0	0	0	0	198					
37 CORNING INC	219350105				11/7/2014	4/8/2014	5,475			4,888	587	0	0	0	0	587					
38 CORNING INC	219350105				11/7/2014	4/15/2014	4,899			4,512	387	0	0	0	0	387					
39 CORNING INC	219350105				11/7/2014	5/2/2014	1,261			1,128	133	0	0	0	0	133					
40 COSTCO WHSL CORP NEW	22160K105				3/22/2013	8/15/2013	461			625	-46	0	0	0	0	46					
41 COSTCO WHSL CORP NEW	22160K105				3/22/2013	5/2/2014	461			417	44	0	0	0	0	44					
42 COSTCO WHSL CORP NEW	22160K105				3/22/2013	6/18/2014	363			358	5	0	0	0	0	5					
43 WALT DISNEY COFFE	254687108				6/8/2012	7/2/2013	5,703			4,134	1,569	0	0	0	0	1,569					
44 WALT DISNEY COFFE	254687108				6/8/2012	8/15/2013	8,724			6,430	2,294	0	0	0	0	2,294					
45 WALT DISNEY COFFE	254687108				6/8/2012	5/2/2014	4,024			2,296	1,728	0	0	0	0	1,728					
46 DOVER CORP	260003108				3/22/2013	8/15/2013	872			723	149	0	0	0	0	149					
47 DOVER CORP	260003108				3/5/2014	5/2/2014	2,578			2,401	177	0	0	0	0	177					
48 DOVER CORP	260003108				3/22/2013	5/2/2014	1,719			1,202	517	0	0	0	0	517					
49 DREYFUS OPPORTUNISTIC SIC	262002403				8/18/2010	8/15/2013	10,000			6,603	3,397	0	0	0	0	3,397					
50 DREYFUS OPPORTUNISTIC SIC	262002403				8/18/2010	5/2/2014	2,546			1,723	823	0	0	0	0	823					
51 DREYFUS OPPORTUNISTIC SIC	262002403				12/11/2013	5/2/2014	8,807			8,447	360	0	0	0	0	360					
52 DREYFUS OPPORTUNISTIC SIC	262002403				8/30/2012	5/2/2014	5,513			4,176	2,337	0	0	0	0	2,337					
53 DREYFUS OPPORTUNISTIC SIC	262002403				10/8/2008	8/15/2013	20,000			15,646	4,354	0	0	0	0	4,354					
54 EQUINIX INC	284411502				3/22/2013	8/14/2013	6,044			7,393	-1,349	0	0	0	0	1,349					
55 EQUINIX INC	284411502				3/22/2013	8/15/2013	9,415			12,040	-2,625	0	0	0	0	2,625					
56 EQUINIX INC	284411502				6/7/2013	8/15/2013	2,643			3,081	-438	0	0	0	0	438					
57 EXPRESS SCRIPTS HOLDING CO	302195108				3/22/2013	8/15/2013	641			585	56	0	0	0	0	56					
58 EXPRESS SCRIPTS HOLDING CO	302195108				3/22/2013	8/15/2013	9,215			8,191	1,024	0	0	0	0	1,024					
59 EXPRESS SCRIPTS HOLDING CO	302195108				3/22/2013	4/8/2014	20,380			15,382	3,998	0	0	0	0	3,998					
60 EXXON MOBIL CORP	302315102				9/20/2001	8/15/2013	882			375	507	0	0	0	0	507					
61 GLAXO SMITHKLINE PLC SPONS ADR	371730105				3/22/2013	12/18/2013	14,784			13,490	1,274	0	0	0	0	1,274					
62 GOOGLE INC - CL A	382595108				8/5/2013	12/12/2013	5,368			4,293	1,066	0	0	0	0	1,066					
63 GOOGLE INC - CL A	382595108				8/15/2013	12/12/2013	1,072			861	211	0	0	0	0	211					
64 GOOGLE INC - CL A	382595108				4/3/2013	12/12/2013	1,072			814	258	0	0	0	0	258					
65 GOOGLE INC - CL A	382595108				4/3/2013	17/2014	587			4,071	1,608	0	0	0	0	1,608					
66 GOOGLE INC - CL A	382595108				4/25/2013	17/2014	2,371			1,626	645	0	0	0	0	645					
67 GOOGLE INC - CL A	382595108				4/25/2013	12/12/2014	5,631			4,979	2,062	0	0	0	0	2,062					
68 GOOGLE INC - CL A	382595108				4/19/2013	12/12/2014	3,466			2,369	1,104	0	0	0	0	1,104					
69 GOOGLE INC - CL A	382595108				4/19/2013	12/12/2014	8,222			6,292	2,523	0	0	0	0	2,523					
70 GOOGLE INC - CL A	382595108				4/19/2013	12/12/2014	1,640			3,129	-1,471	0	0	0	0	1,471					
71 GOOGLE INC - CL A	382595108				4/19/2013	4/10/2014	4,334			3,153	1,181	0	0	0	0	1,181					
72 GOOGLE INC - CL A	382595108				4/19/2013	5/2/2014	1,659			1,768	-109	0	0	0	0	109					
73 HOME DEPOT INC	43078102				3/22/2013	8/15/2013	1,899			1,378	521	0	0	0	0	521					
74 HOME DEPOT INC	43078102																				

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Amount	Short Term CG Distributions		Amount												
Description of Property Sold		CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis				
85 K.L.A. - TENCOR CORP		482480100		10/17/2013	1/17/2014	623			638	-15				0	0	199,063	189,063
86 K.L.A. - TENCOR CORP		482480100		10/18/2013	1/17/2014	8,725			9,045	320				0	0		-15
87 KNOWLES CORP		499260109		3/22/2013	3/25/2014	4,259			3,414	845				0	0		320
88 LAS VEGAS SANDS CORP		517834107		3/22/2013	3/14/2014	568			536	32				0	0		845
89 LAS VEGAS SANDS CORP		517834107		3/22/2013	1/14/2014	5,550			3,762	1,788				0	0		32
90 LAS VEGAS SANDS CORP		517834107		3/22/2013	3/20/2014	2,320			2,150	1,080				0	0		1,788
91 MARATHON OIL CORP		565849106		3/22/2013	8/15/2013	690			2,916	-1,722				0	0		1,080
92 MARATHON OIL CORP		565849106		12/9/2013	1/14/2014	2,744			2,916	-172				0	0		6
93 MARATHON OIL CORP		565849106		3/22/2013	1/14/2014	1,715			8,893	5				0	0		-172
94 MARATHON OIL CORP		565849106		3/22/2013	3/24/2014	8,902			9,235	333				0	0		5
95 MARATHON OIL CORP		565849106		3/22/2013	8/15/2013	12,927			12,944	-17				0	0		9
96 MEAD JOHNSON NUTRITION		562839108		3/22/2013	8/15/2013	8,011			8,395	406				0	0		74
97 MERCK & CO INC		569337105		1/14/2014	5/2/2014	2,907			2,623	284				0	0		-17
98 MERCK & CO INC		569337105		1/14/2014	5/2/2014	2,907			2,623	284				0	0		406
99 METLIFE INC		59156R108		3/22/2013	8/15/2013	1,439			1,144	295				0	0		284
100 SALESFORCE.COM INC		794661302		3/22/2013	1/27/2014	4,583			3,499	1,084				0	0		295
101 SALESFORCE.COM INC		794661302		3/22/2013	5/2/2014	2,648			2,187	461				0	0		1,084
102 SANDISK CORP		80004C101		6/17/2013	7/59/2013	7,218			7,967	-749				0	0		461
103 SANDISK CORP		80004C101		6/17/2013	7/59/2013	7,218			8,133	-915				0	0		-749
104 SANDISK CORP		80004C101		6/20/2013	7/59/2013	4,442			4,879	-437				0	0		-915
105 SCHLUMBERGER LTD		808857108		12/9/2013	5/2/2014	3,033			3,839	-806				0	0		-437
106 SCHLUMBERGER LTD		808857108		3/22/2013	8/15/2013	4,751			4,798	-47				0	0		391
107 SEMPRA ENERGY		816851109		3/22/2013	5/2/2014	839			6,382	-5,543				0	0		912
108 SEMPRA ENERGY		816851109		3/22/2013	5/2/2014	839			6,382	-5,543				0	0		41
109 SEMPRA ENERGY		816851109		3/22/2013	5/2/2014	839			6,382	-5,543				0	0		1,500
110 SERVICE NOW INC		81762P102		12/12/2013	1/30/2014	3,386			2,942	444				0	0		25
111 SERVICE NOW INC		81762P102		8/15/2013	1/30/2014	656			3,044	-2,388				0	0		984
112 SERVICE NOW INC		81762P102		8/15/2013	1/30/2014	656			3,044	-2,388				0	0		221
113 SERVICE NOW INC		81762P102		4/19/2014	5/2/2014	5,480			2,651	2,829				0	0		1,638
114 SHIRE PLC		82481R106		8/15/2013	1/15/2013	548			3,745	-3,197				0	0		-81
115 SHIRE PLC		82481R106		8/15/2013	1/15/2013	548			3,745	-3,197				0	0		1,735
116 SHIRE PLC		82481R106		3/22/2013	1/14/2014	4,372			2,730	1,642				0	0		105
117 SHIRE PLC		82481R106		3/22/2013	1/14/2014	4,372			2,730	1,642				0	0		184
118 SHIRE PLC		82481R106		3/22/2013	5/2/2014	3,656			1,911	1,745				0	0		1,642
119 SHIRE PLC		82481R106		3/22/2013	5/2/2014	4,502			5,377	-875				0	0		1,745
120 SOUTHWESTERN ENERGY CO		845467109		3/22/2013	8/15/2013	5,219			5,377	-158				0	0		2,135
121 SOUTHWESTERN ENERGY CO		845467109		3/22/2013	5/2/2014	2,818			2,305	513				0	0		158
122 SOUTHWESTERN ENERGY CO		845467109		3/22/2013	5/2/2014	5,481			4,609	872				0	0		513
123 SPLUNK INC		848637104		3/27/2014	5/2/2014	4,407			5,845	-1,438				0	0		872
124 SPLUNK INC		848637104		3/27/2014	5/2/2014	4,407			5,845	-1,438				0	0		1,438
125 STATE STREET CORP		857471703		3/22/2013	8/15/2013	1,355			955	400				0	0		169
126 STATE STREET CORP		857471703		3/22/2013	5/2/2014	6,544			5,931	613				0	0		613
127 DREYFUS SELECT MGR S/C VI-1		86271F578		12/20/2010	5/2/2014	25,000			17,092	7,908				0	0		7,908
128 DREYFUS SELECT MGR S/C VI-1		86271F578		12/20/2010	5/2/2014	966			659	307				0	0		307
129 DREYFUS SELECT MGR S/C VI-1		86271F577		12/31/2010	5/2/2014	1,541			1,295	246				0	0		246
130 DREYFUS SELECT MGR S/C VI-1		86271F577		3/28/2012	8/15/2013	6			5	1				0	0		1
131 DREYFUS SELECT MGR S/C VI-1		86271F577		12/31/2012	8/15/2013	3,725			3,040	685				0	0		685
132 DREYFUS SELECT MGR S/C VI-1		86271F577		3/20/2013	8/15/2013	32			29	3				0	0		3
133 DREYFUS SELECT MGR S/C VI-1		86271F577		12/30/2011	5/2/2014	4,657			3,425	1,232				0	0		1,232
134 DREYFUS SELECT MGR S/C VI-1		86271F577		12/30/2011	5/2/2014	2,131			1,496	635				0	0		635
135 DREYFUS SELECT MGR S/C VI-1		86271F577		12/31/2013	5/2/2014	5,953			5,975	-22				0	0		-22
136 DREYFUS SELECT MGR S/C VI-1		86271F577		8/19/2010	5/2/2014	16			15	1				0	0		1
137 DREYFUS SELECT MGR S/C VI-1		86271F577		8/19/2010	5/2/2014	9,342			6,449	2,893				0	0		2,893
138 THE TRAVELERS COMPANIES INC		89417E109		3/22/2013	12/9/2013	809			842	-33				0	0		-33
139 THE TRAVELERS COMPANIES INC		89417E109		3/22/2013	8/15/2013	20,346			18,355	1,991				0	0		1,991
140 UNION PAC CORP		907618108		3/22/2013	5/2/2014	314			278	36				0	0		36
141 UNION PAC CORP		907618108		3/22/2013	5/2/2014	314			278	36				0	0		704
142 UNITED TECHNOLOGIES CORP		913017109		3/22/2013	8/15/2013	618			657	-39				0	0		-39
143 UNITED TECHNOLOGIES CORP		913017109		3/22/2013	5/2/2014	5,711			4,552	1,159				0	0		1,159
144 VALERO ENERGY CORP NEW		91913Y100		3/22/2013	12/9/2013	5,567			4,829	738				0	0		738
145 VALERO ENERGY CORP NEW		91913Y100		3/22/2013	12/12/2013	4,155			3,622	533				0	0		533
146 VALERO ENERGY CORP NEW		91913Y100		3/22/2013	5/2/2014	7,523			5,231	2,292				0	0		2,292
147 VERIZON COMMUNICATIONS INC		92343V104		3/26/2013	7/10/2013	2,030			1,982	48				0	0		48
148 VERIZON COMMUNICATIONS INC		92343V104		3/22/2013	5/2/2014	2,537			2,451	86				0	0		86
149 DREYFUS SELECT MGR S/C VI-1		86271F578		10/8/2008	5/2/2014	83,648			50,650	33,000				0	0		33,000
150 DREYFUS SELECT MGR S/C VI-1		86271F578		4/5/2013	5/2/2014	17,053			15,000	2,053				0	0		2,053
151 TAIWAN SEMICONDUCTOR MFG CO AD		874039100		7/9/2013	9/20/2013	7,108			7,444	-336				0	0		-336
152 TAIWAN SEMICONDUCTOR MFG CO AD		874039100		6/26/2013	4/16/2014	4,823			4,241	582				0	0		582
153 TAIWAN SEMICONDUCTOR MFG CO AD		874039100		6/26/2013	4/16/2014	4,267			3,711	556				0	0		556
154 TAIWAN SEMICONDUCTOR MFG CO AD		874039100		6/26/2013	5/2/2014	3,536			3,181	355				0	0		355
155 TAIWAN SEMICONDUCTOR MFG CO AD		874039100		7/19/2013	8/15/2013	5,500			4,507	993				0	0		993
156 TAIWAN SEMICONDUCTOR MFG CO AD		874039100		3/22/2013	8/15/2013	806			803	3				0	0		3
157 TEVA PHARMACEUTICAL INDUS ADR		881624208		3/22/2013	1/14/2014	5,800			5,622	178				0	0		178
158 TEVA PHARMACEUTICAL INDUS ADR		881624208		3/22/2013	1/14/2014	4,740			4,416	322				0	0		322
159 TEVA PHARMACEUTICAL INDUS ADR		881624208		3/22/2013	5/2/2014	6,477			5,221	1,256				0	0		1,256
160 TEVA PHARMACEUTICAL INDUS ADR		881624208		12/19/2013	5/2/2014	2,403			2,251	152				0	0		152
161 THERMO FISHER SCIENTIFIC INC		883556102		3/22/2013	5/2/2014	4,810			2,952	1,858				0	0		1,858
162 ADOBE SYSTEMS INC		00724F101		3/22/2013	3/20/2014	2,479			2,437	42				0	0		42
163 ADOBE SYSTEMS INC		00724F101		10/2/2013	26/2014	5,309			4,775	534				0	0		534
164 ALCATEL-LUCENT-SPONSORED ADR		013904305		10/2/2013	5/2/2014	1,834			1,639	195				0	0		195
165 ALCATEL-LUCENT-SPONSORED ADR		013904305		10/2/2013	5/2/2014	3,607			3,718	-111				0	0		-111
166 ALCATEL-LUCENT-SPONSORED ADR		013904305		10/2/2013	5/2/2014	2,181			2,270	-89				0	0		-89
167 ALCATEL-LUCENT-SPONSORED ADR		013904305		10/14/2013	5/2/2014	1,341			1,341	-25				0	0		-25
168 ALCATEL-LUCENT-SPONSORED ADR		013904305		10/14/2013	5/2/2014	1,341			1,341	-25				0	0		-25

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions			Amount	45,683			0	1,784,081			0	1,585,018			199,083	0	Adjusted Basis as of 12/31/69			Excess of FMV Over Adj Basis	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses			199,083
Short Term CG Distributions			Amount	45,683			0	1,784,081			0	1,585,018			199,083	0	Adjusted Basis as of 12/31/69			Excess of FMV Over Adj Basis	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses			199,083
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses												
169 ALCATEL-LUCENT-SPONSORED ADR	013904305		10/17/2013	6/3/2014	1,742			1,719	23	0	0	0	23												
170 ALCATEL-LUCENT-SPONSORED ADR	013904305		12/20/2013	5/2/2014	2,614			2,594	20	0	0	0	20												
171 ALLERGAN INC	018490102		12/20/2013	5/2/2014	4,067			2,594	1,473	0	0	0	1,473												
172 ALLERGAN INC	018490102		12/20/2013	6/4/2014	9,424			6,161	3,263	0	0	0	3,263												
173 ALLERGAN INC	018490102		12/23/2013	6/4/2014	13,353			8,754	4,639	0	0	0	4,639												
174 AMAZON COM INC	023135108		3/22/2013	8/15/2013	572			505	67	0	0	0	67												
175 AMAZON COM INC	023135108		5/2/2011	8/15/2013	266			201	65	0	0	0	65												
176 AMAZON COM INC	023135108		5/2/2011	5/2/2014	523			347	186	0	0	0	186												
177 AMGEN INC	031162100		9/16/2013	1/24/2014	8,747			8,529	218	0	0	0	218												
178 AMGEN INC	031162100		9/16/2013	5/2/2014	7,430			7,711	-281	0	0	0	-281												
179 APPLE INC	037833100		1/26/2013	5/2/2014	4,142			3,722	420	0	0	0	420												
180 APPLE INC	037833100		10/24/2013	5/2/2014	5,916			5,309	607	0	0	0	607												
181 BNY MELLON MFC MULTI-STRATEGY FUND	05569N509		4/4/2006	5/2/2014	60,000			67,445	-7,445	0	0	0	-7,445												
182 BNY MELLON MFC MULTI-STRATEGY FUND	05569N509		4/4/2006	5/2/2014	68,202			71,747	-2,545	0	0	0	-2,545												
183 BNY MELLON MFC MULTI-STRATEGY FUND	05569N509		12/16/2013	5/2/2014	18,094			17,256	838	0	0	0	838												
184 BNY MELLON MFC MULTI-STRATEGY FUND	05569N509		12/7/2006	5/2/2014	34,475			31,070	3,405	0	0	0	3,405												
185 BRISTOL-MYERS SQUIBB CO	110122108		5/24/2013	5/2/2014	9,928			9,425	503	0	0	0	503												
186 BROADCOM CORP CL A	111320107		3/22/2013	10/2/2013	11,340			14,720	-3,380	0	0	0	-3,380												
187 CABOT OIL & GAS CORP CL A	127097103		5/2/2014	6/13/2014	3,113			3,479	-366	0	0	0	-366												
188 CABOT OIL & GAS CORP CL A	127097103		12/1/2013	6/13/2014	3,113			3,277	-164	0	0	0	-164												
189 CABOT OIL & GAS CORP CL A	127097103		12/1/2013	6/13/2014	4,849			5,098	-249	0	0	0	-249												
190 CABOT OIL & GAS CORP CL A	127097103		12/1/2013	6/16/2014	9,352			9,652	-300	0	0	0	-300												
191 CAPITAL ONE FINANCIAL CORP	14040H105		1/2/2014	5/2/2014	3,789			3,636	153	0	0	0	153												
192 CATERPILLAR INC	149123101		6/16/2010	8/15/2013	861			643	218	0	0	0	218												
193 CATERPILLAR INC	149123101		6/16/2010	5/2/2014	3,995			2,445	1,550	0	0	0	1,550												
194 CELANESE CORP -SER A	150870103		3/22/2013	8/15/2013	494			437	57	0	0	0	57												
195 CELANESE CORP -SER A	150870103		3/22/2013	5/2/2014	4,294			3,057	1,237	0	0	0	1,237												
196 CENTERPOINT ENERGY INC	151891107		3/22/2013	5/2/2014	4,143			3,965	158	0	0	0	158												
197 CHEVRON CORPORATION	166764100		3/22/2013	8/15/2013	962			967	-5	0	0	0	-5												
198 CHEVRON CORPORATION	166764100		3/22/2013	9/16/2013	9,193			8,942	251	0	0	0	251												
199 CITRIX SYS INC	177376100		7/10/2013	10/14/2013	9,958			11,059	-1,101	0	0	0	-1,101												
200 CITRIX SYS INC	177376100		7/28/2013	5/2/2014	3,515			4,114	-599	0	0	0	-599												
201 EXXON MOBIL CORP	30231G102		9/20/2001	5/2/2014	2,042			749	1,293	0	0	0	1,293												
202 EXXON MOBIL CORP	30231G102		9/5/2003	5/2/2014	7,350			2,573	4,777	0	0	0	4,777												
203 FACEBOOK INC-A	30303M102		5/2/2014	5/2/2014	1,211			1,219	-8	0	0	0	-8												
204 FAMILY DLR STORES INC	307000109		3/22/2013	4/24/2014	6,690			7,059	-368	0	0	0	-368												
205 FAMILY DLR STORES INC	307000109		3/22/2013	5/2/2014	3,699			3,343	356	0	0	0	356												
206 FIDELITY NATIONAL FINANCIAL INC	31620R105		3/22/2013	8/15/2013	638			663	-25	0	0	0	-25												
207 FREEMPORT MCMORAN COPPER & GOLD	35671D857		3/22/2013	5/2/2014	2,431			2,319	112	0	0	0	112												
208 FREEMPORT MCMORAN COPPER & GOLD	35671D857		9/1/1992	8/15/2013	722			187	535	0	0	0	535												
209 GENERAL ELECTRIC COMPANY	36960M103		9/1/1992	5/2/2014	5,603			4,297	1,306	0	0	0	1,306												
210 GENERAL ELECTRIC CO	36960M103		9/1/1992	5/2/2014	8,794			6,314	2,480	0	0	0	2,480												
211 GILEAD SCIENCES INC	375558103		3/22/2013	4/9/2014	4,899			3,157	1,742	0	0	0	1,742												
212 GILEAD SCIENCES INC	375558103		3/22/2013	5/2/2014	2,338			1,353	983	0	0	0	983												
213 GILEAD SCIENCES INC	375558103		4/24/2013	9/16/2013	4,094			4,116	-22	0	0	0	-22												
214 GLAXO SMITHKLINE PLC SPONS ADR	37733W105		3/22/2013	9/16/2013	1,024			930	94	0	0	0	94												
215 GLAXO SMITHKLINE PLC SPONS ADR	37733W105		3/22/2013	11/14/2013	5,206			4,652	554	0	0	0	554												
216 GLAXO SMITHKLINE PLC SPONS ADR	37733W105		3/22/2013	12/1/2014	6,844			4,957	1,887	0	0	0	1,887												
217 METLIFE INC	59156R108		3/22/2013	5/2/2014	3,675			2,669	1,006	0	0	0	1,006												
218 METLIFE INC	59156R108		3/22/2013	5/2/2014	5,545			4,492	1,053	0	0	0	1,053												
219 HONEYWELL INTL INC	438516106		3/22/2013	8/15/2013	898			809	89	0	0	0	89												
220 INTERCONTINENTAL EXCHANGE INC	45853V100		3/22/2013	5/2/2014	3,639			2,669	970	0	0	0	970												
221 METLIFE INC	59156R108		3/22/2013	6/9/2014	8,756			6,101	2,655	0	0	0	2,655												
222 METLIFE INC	59156R108		3/22/2013	6/10/2014	12,087			8,389	3,698	0	0	0	3,698												
223 METLIFE INC	59156R108		2/6/2014	5/2/2014	3,692			3,442	250	0	0	0	250												
224 MICRON TECHNOLOGY INC	595112103		3/22/2013	8/15/2013	10,900			10,330	570	0	0	0	570												
225 MONDELEZ INTERNATIONAL	609207105		3/22/2013	5/2/2014	4,261			4,261	0	0	0	0	0												
226 MONDELEZ INTERNATIONAL	609207105		4/23/2009	12/1/2013	4,562			2,777	1,785	0	0	0	1,785												
227 NATIONAL OILWELL VARCO INC	637071101		9/16/2013	12/6/2013	7,841			4,443	3,398	0	0	0	3,398												
228 NATIONAL OILWELL VARCO INC	637071101		4/23/2009	12/1/2013	2,732			1,664	1,068	0	0	0	1,068												
229 NATIONAL OILWELL VARCO INC	637071101		12/6/2011	5/2/2014	1,588			1,423	165	0	0	0	165												
230 NATIONAL OILWELL VARCO INC	637071101		12/6/2011	6/18/2014	2,330			1,925	405	0	0	0	405												
231 NATIONAL OILWELL VARCO INC	637071101		11/2/2011	6/18/2014	4,659			3,733	928	0	0	0	928												
232 NOW INCIDE	67011P100		12/9/2011	6/11/2014	1,518			1,218	300	0	0	0	300												
233 NOW INCIDE	67011P100		3/22/2013	6/11/2014	253			209	44	0	0	0	44												
234 NUCOR CORP	670346105		3/22/2013	5/2/2014	422			334	88	0	0	0	88												
235 OCCIDENTAL PETROLEUM CORP	674599105		4/23/2009	12/1/2013	4,562			2,777	1,785	0	0	0	1,785												
236 OCCIDENTAL PETROLEUM CORP	674599105		4/23/2009	12/1/2013	7,841			4,443	3,398	0	0	0	3,398												
237 OCCIDENTAL PETROLEUM CORP	674599105		4/23/2009	12/1/2013	2,732			1,664	1,068	0	0	0	1,068												
238 OCWEN FINANCIAL CORP	675748309		7/31/2013	5/2/2014	2,081			2,851	-770	0	0	0	-770												
239 OCWEN FINANCIAL CORP	675748309		3/22/2013	7/25/2013	9,115			7,931	1,184	0	0	0	1,184												
240 PNC FINANCIAL SERVICES GROUP	693475105		3/22/2013	7/26/2013	757			661	96	0	0	0	96												
241 PNC FINANCIAL SERVICES GROUP	693475105		3/22/2013	7/30/2013	3,814			3,305	509	0	0	0	509												
242 PNC FINANCIAL SERVICES GROUP	693475105		3/22/2013	5/2/2014	4,238			3,305	933	0	0	0	933												
243 PNC																									

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[illegible]

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	11/8/2013	2	1,158
3 Second quarter estimated tax payment	12/11/2013	3	1,158
4 Third quarter estimated tax payment	3/11/2014	4	1,158
5 Fourth quarter estimated tax payment	6/11/2014	5	1,159
6 Other payments		6	
7 Total		7	4,633